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October 31, 2005

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OCT 31 2005

Ms. Marlene H. Dortch
Secretary
Office of the Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Federal Communications Commission
Office of Secretary

**RE: Notice of Ex Parte – Application for Consent to Transfer Control of
AT&T Corp. to SBC Communications Inc., WC Docket No. 05-65**

Dear Ms. Dortch:

On October 28, 2005, James C. Smith, Wayne Watts, Gary Phillips, Christopher Heimann and the undersigned of SBC Communications Inc. (SBC) participated in telephone conversations with Michelle Carey, wireline legal advisor to Chairman Martin, and Tom Navin, Chief of the Wireline Competition Bureau, to respond to questions regarding merger conditions proposed by opponents of the SBC/AT&T merger. Separately, James C. Smith and Wayne Watts participated in a telephone conversation with Jessica Rosenworcel, wireline legal advisor to Commissioner Copps, regarding the same. James C. Smith, Wayne Watts, Gary Phillips, and the undersigned also participated in a telephone conversation with Scott Bergmann, wireline legal advisor to Commissioner Adelstein, regarding the same. Also, on October 30, 2005, James C. Smith talked with Michelle Carey and Tom Navin regarding the same.

In accordance with Section 1.1206(b)(2) of the Commission's rules, this letter is being filed electronically with your office for inclusion in the public record.

Please contact me at (202) 326-8915 should you have any questions.

Sincerely,

CC: Michelle Carey
Jessica Rosenworcel
Scott Bergmann
Tom Navin

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